

Exhibit C

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:) Chapter 11
)
W.R. GRACE & CO., *et al.*,¹) Case No. 01-01139 (JKF)
) (Jointly Administered)
)
Debtors) Objection Deadline: 12/1/09 @ 4:00 pm

**SUMMARY APPLICATION OF WOODCOCK WASHBURN FOR
COMPENSATION FOR SERVICES AND REIMBURSEMENT OF EXPENSES
AS ORDINARY COURSE PROFESSIONALS FOR W.R. GRACE & CO., ET AL.,
FOR THE MONTHLY PERIOD OF SEPTEMBER 2009 FOR THE QUARTERLY FEE
PERIOD OF JULY THROUGH SEPTEMBER 2009**

Name of Applicant: Woodcock Washburn LLP

Authorized to Provide Professional Services to: W. R. Grace & Co., et al., Debtors and Debtors-in-Possession

Date of Retention as Special Litigation Counsel: Retention Order entered January 22, 2003

Date of Retention as Ordinary Course Professional: Order Permitting Expansion of Services entered April 15, 2005, on application made February 11, 2005.

Period for which compensation and reimbursement is sought September 2009

Amount of Compensation sought as actual, reasonable and necessary: \$ 21,153.00

Amount of Expense Reimbursement sought \$ 180.00

¹ The Debtors consist of the following 62 entities: W.R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W.R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-g II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W.R. Grace Capital Corporation, W.R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc.), Grace JVH, Inc., Asbestos Management, Inc., Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing System, Inc. (f/k/a Environmental Liability Management, Inc.), E&C Liquidating Corp., Emerson & Cuming, Inc., Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

Date 11/11/09
Docket # 23730

Applicant Woodcock Washburn LLP submits this application for fees and expenses for the month of September 2009. This is the 77th application for interim compensation for services that has been filed with the Bankruptcy Court by Woodcock. The first 26 applications (covering the monthly periods January 2003 through February 2005) were limited to fees and expenses in connection with a specific matter, now settled, for which Applicant had been retained as special litigation counsel. On April 15, 2005, based on a motion made by Debtor on February 11, 2005, the Bankruptcy Court entered an order authorizing Woodcock to provide further services to Debtor in ordinary course in the field of intellectual property. This is the 51st monthly application that includes such ordinary course fees and expenses.

The monthly applications previously filed by Woodcock are shown in the following table:

Period Covered	Date Filed	Requested Fees	Requested Disbursements
1/1 – 1/31/03	June 9, 2003	\$11,423.35	\$184.10
2/1 – 2/28/03	June 9, 2003	29,216.00	684.22
3/1 – 3/31/03	June 9, 2003	14,351.00	647.43
4/1 – 4/30/03	June 3, 2003	14,268.50	244.41
5/1 – 5/31/03	July 11, 2003	20,293.50	703.19
6/1 – 6/30/03	August 1, 2003	24,087.00	2,822.23
7/1 – 7/31/03	September 18, 2003	14,157.50	1,834.84
8/1 - 8/31/03	October 17, 2003	5,120.00	2,346.40
9/1 – 9/30/03	November 6, 2003	18,536.00	2,143.81
10/1 – 10/31/03	December 16, 2003	26,622.50	7,747.17
11/1 – 11/30/03	January 23, 2004	46,329.50	22.29
12/1 – 12/31/03	February 11, 2004	60,218.00	13,537.76
1/1 – 1/31/04	March 29, 2004	117,384.00	34,007.41
2/1 - 2/29/04	April 13, 2004	66,216.00	16,476.09
3/1 - 3/31/04	April 27, 2004	96,991.00	8,235.63
4/1 - 4/30/04	June 16, 2004	111,132.00	14,316.26
5/1 - 5/31/04	July 19, 2004	104,787.00	14,642.22
6/1 - 6/30/04	July 29, 2004	117,125.00	8,779.51
7/1 - 7/31/04	September 17, 2004	85,802.00	10,905.33
8/1 – 8/31/04	October 22, 2004	102,078.00	9,582.05
9/1 – 9/30/04	November 9, 2004	156,479.00	32,088.05
10/1 - 10/31/04	December 17, 2004	169,846.00	69,597.98

11/1 – 11/30/04	January 14, 2005	203,792.00	29,179.11
12/1 – 12/31/04	February 11, 2005	164,958.00	92,377.99
1/1 – 1/31/05	March 18, 2005	176,884.00	28,342.86
2/1 – 2/28/05	April 15, 2005	157,122.50	125,892.70
3/1 – 3/31/05	May 10, 2005	196,913.00	143,160.77
4/1 – 4/30/05	June 21, 2005	124,598.70	6,544.89
5/1 – 5/31/05	July 20, 2005	198,043.00	45,257.99
6/1 – 6/30/05	August 11, 2005	82,795.50	28,829.43
7/1 – 7/31/05	September 15, 2005	53,078.50	578.90
8/1 – 8/31/05	October 12, 2005	44,755.00	4,009.23
9/1 – 9/30/05	November 22, 2005	47,211.00	146.73
10/1 – 10/31/05	December 16, 2005	18,168.50	665.33
11/1 – 11/30/05	January 31, 2006	11,158.00	17.20
12/1 – 12/31/05	March 10, 2006	4,340.00	12.38
1/1 – 1/31/06	March 29, 2006	3,470.00	80.82
2/1 – 2/28/06	April 19, 2006	4,121.50	300.25
3/1 – 3/31/06	May 4, 2006	8,338.50	2,055.56
4/1 – 4/30/06	July 7, 2006	10,612.50	4,762.62
5/1 – 5/31/06	July 13, 2006	54,925.00	2,871.85
6/1 – 6/30/06	August 4, 2006	108,519.50	669.50
7/1 – 7/31/06	October 3, 2006	44,957.50	425.85
8/1 – 8/31/06	October 31, 2006	4,800.50	87.00
9/1 – 9/30/06	None Submitted	–	–
10/1 – 10/31/06	December 21, 2006	6,974.00	225.13
11/1 – 11/30/06	None Submitted	–	–
12/1 – 12/31/06	February 12, 2007	13,156.00	496.85
1/1 – 1/31/07	March 13, 2007	7,700.50	124.85
2/1 – 2/28/07	April 4, 2007	17,119.50	–
3/1 – 3/31/07	May 10, 2007	17,649.00	271.07
4/1 – 4/30/07	June 19, 2007	4,328.50	–
5/1 – 5/31/07	July 13, 2007	25,241.50	–
6/1 – 6/30/07	August 23, 2007	4,814.00	2,326.25
7/1 – 7/31/07	September 28, 2007	2,510.00	178.50
8/1 – 8/31/07	October 12, 2007	14,305.00	234.00
9/1 – 9/30/07	December 10, 2007	5,959.00	194.00
10/1 – 10/31/07	December 14, 2007	7,213.00	–
11/1 – 11/30/07	January 22, 2008	2,911	–
12/1 – 12/31/07	February 6, 2008	25,057.00	2,661.75
1/1 – 1/31/08	March 13, 2008	32,984.00	–
2/1 – 2/29/08	April 28, 2008	21,984.00	–
3/1 – 3/31/08	May 7, 2008	4,302.00	560.00
4/1 – 4/30/08	June 12, 2008	4,332.00	–
5/1 – 5/31/08	July 7, 2008	445.00	10.79
6/1 – 6/30/08	None Submitted	–	–
7/1 – 7/31/08	September 19, 2008	19,266.00	–

8/1 – 8/31/08	October 14, 2008	11,601.50	–
9/1 – 9/30/08	November 11, 2008	8,074.00	762.00
10/1 – 10/31/08	December 11, 2008	11,056.50	–
11/1 – 11/30/08	January 22, 2009	14,683.50	14.12
12/1– 12/31/08	February 6, 2009	30,541.00	9.00
1/1– 1/31/09	March 17, 2009	32,103.50	–
2/1 – 2/28/09	April 15, 2009	9,576.00	409.50
3/1 – 3/31/09	May 27, 2009	11,226.50	–
4/1– 4/30/09	July 7, 2009	2,139.00	140.00
5/1– 5/30/09	July 17, 2009	5,472.00	810.00
6/1– 6/30/09	None submitted	-	-
7/1– 7/31/09	September 22, 2009	195.00	-
8/1 – 8/31/09	October 12, 2009	228.00	-
TOTAL		\$3,466,014.50	\$784,706.91

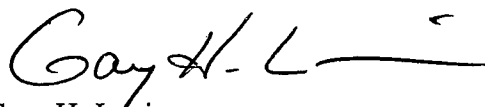
During this fee period, Woodcock provided ordinary-course, intellectual property services in connection with one substantive matter, which is detailed in the attached fee schedule for the matters. The Woodcock professionals who rendered ordinary course services during the fee period are:

Name of Professional	Position with the Applicant	Year Admitted to Bar	Department	Hourly Billing Rate	Total Billed Hours	Total Fees Generated
Gary H. Levin	Partner	1976	IP Litigation	\$570.00	33.9	\$19,323.00
Harold H. Fullmer	Partner	1996	IP Prosecution	\$435.00	2.5	\$1,087.50
Jeremy M. Dukmen	Associate	2008	IP Prosecution	\$255.00	2.3	\$586.50
Noreen Garonski	Paralegal		IP Prosecution	\$195.00	0.8	\$156.00

Total Fees: \$21,153.00
Blended Rate: \$536.00

WHEREFORE, Applicant respectfully requests (a) that an allowance be made to it, as fully described above, for (i) 80% of the amount of \$21,153.00 for reasonable and necessary professional services Applicant has rendered to the Debtors during the Fee Period (\$16,922.40), and (ii) 100% of the reasonable disbursements made on Debtors behalf (\$180.00), and (b) that the fees and costs are payable as administrative expenses of the Debtors' estates.

Respectfully submitted

A handwritten signature in dark ink, appearing to read "Gary H. Levin", with a long horizontal flourish extending to the right.

Dated: November 10, 2009

Gary H. Levin
Woodcock Washburn LLP
2929 Arch Street
Cira Centre – 12th Floor
Philadelphia, PA 19104
(215) 568-3100
levin@woodcock.com

IN THE UNITED STATES BANKRUPTCY COURT

FOR THE DISTRICT OF DELAWARE

In re:)	Chapter 11
)	
W.R. GRACE & CO., <i>et al.</i> ,)	Case No. 01-01139 (JKF)
)	(Jointly Administered)
)	
Debtors)	

FEE DETAIL FOR WOODCOCK WASHBURN'S MONTHLY FEE APPLICATION
FOR THE PERIOD SEPTEMBER 1, 2009, THROUGH SEPTEMBER 30, 2009

WRG-0068
VALVED COVER SYSTEM

09/21/2009	NG	Review of references received and preparation of and attendance to filing of Information Disclosure Statement with the United States Patent and Trademark Office on September 21, 2009 and forwarding copy of same to client	0.80
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SERVICES \$ 156.00

	NG	NOREEN GARONSKI	0.80	hours @	\$195.00
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DISBURSEMENTS:

PATENT OFFICE FEES \$ 180.00

DISBURSEMENT TOTAL \$ 180.00

SERVICE TOTAL \$ 156.00

INVOICE TOTAL \$ 336.00

WRG-0092
STUDY OF THIRD-PARTY PATENTS AND APPLICATIONS
RELATING TO PARTICULATE CONVEYANCING

09/14/2009	GHL	Work on preparing freedom-to-operate opinion relating to third-party patent on particulate conveyance, including review of the patent and file history, review of previously prepared memoranda relating to enforceability issues, peer review discussions with Woodcock counsel on conclusions, further legal research relating to written description issues, and begin drafting the opinion	2.80
09/14/2009	HHF	Conferring with Mr. Levin regarding written description and claim construction	1.00
09/15/2009	GHL	Continue drafting opinion; review of prior art to third-party patent and analysis of issues of validity and enforceable scope in view of same	3.50
09/15/2009	HHF	Conferring with Mr. Levin regarding written description and claim construction issues. Brief review of prior art based on broad construction of claims	1.50
09/16/2009	GHL	Further work on freedom-to-operate opinion	2.80
09/17/2009	GHL	Further work on freedom-to-operate opinion	2.80
09/18/2009	GHL	Further work on freedom-to-operate opinion	2.20
09/21/2009	GHL	Continued work on freedom-to-operate opinion	3.80
09/23/2009	GHL	Further analysis of specification of third-party patent relevant to issue of support for issued claims, and further work on freedom-to-operate opinion	2.70
09/23/2009	JMD	Researched and analyzed case law regarding a lease as a sale under 102(b)	1.00
09/24/2009	GHL	Review of publications of the patent applications on Grace particulate conveyance system as prior art to third-party patent, continued work on freedom-to-operate opinion on issue of invalidity of claims if interpreted to cover the Grace system	2.20
09/24/2009	JMD	Legal research regarding sale of contract-manufactured embodiment of invention back to the inventor constituting a 102(b) sale; preparation of memorandum on same;	1.30
09/25/2009	GHL	Further work on freedom-to-operate opinion	0.50
09/27/2009	GHL	Further work on freedom-to-operate opinion	5.70
09/29/2009	GHL	Further work on freedom-to-operate opinion regarding first of two third-party patents; work on preparing freedom-to-operate opinion relating to third-party patent on particulate conveyance, including review of the patent and file history, review of previously prepared memoranda relating to enforceability issues, peer review discussions with Woodcock counsel on conclusions, further legal research relating to written description issues, and begin drafting the	0.50

		opinion	
09/29/2009	GHL	Work on preparing freedom-to-operate opinion relating to 2 nd of two third-party patents on particulate conveyance, including review of the patent and file history, review of previously prepared memoranda relating to enforceability issues, consideration of infringement and validity issues, preparing claim chart for reference, outline opinion.	2.60
9/30/2009	GHL	Further work on freedom-to-operate opinion on 2 nd of two third-party patents on particulate conveyancing.	1.80

SERVICES

\$21,153.00

	GHL	GARY H. LEVIN	33.90	hours @	\$570.00
	HHF	HAROLD H. FULLMER	2.50	hours @	\$435.00
	JMD	JEREMY M. DUKMEN	2.30	hours @	\$255.00

INVOICE TOTAL**\$21,153.00**
